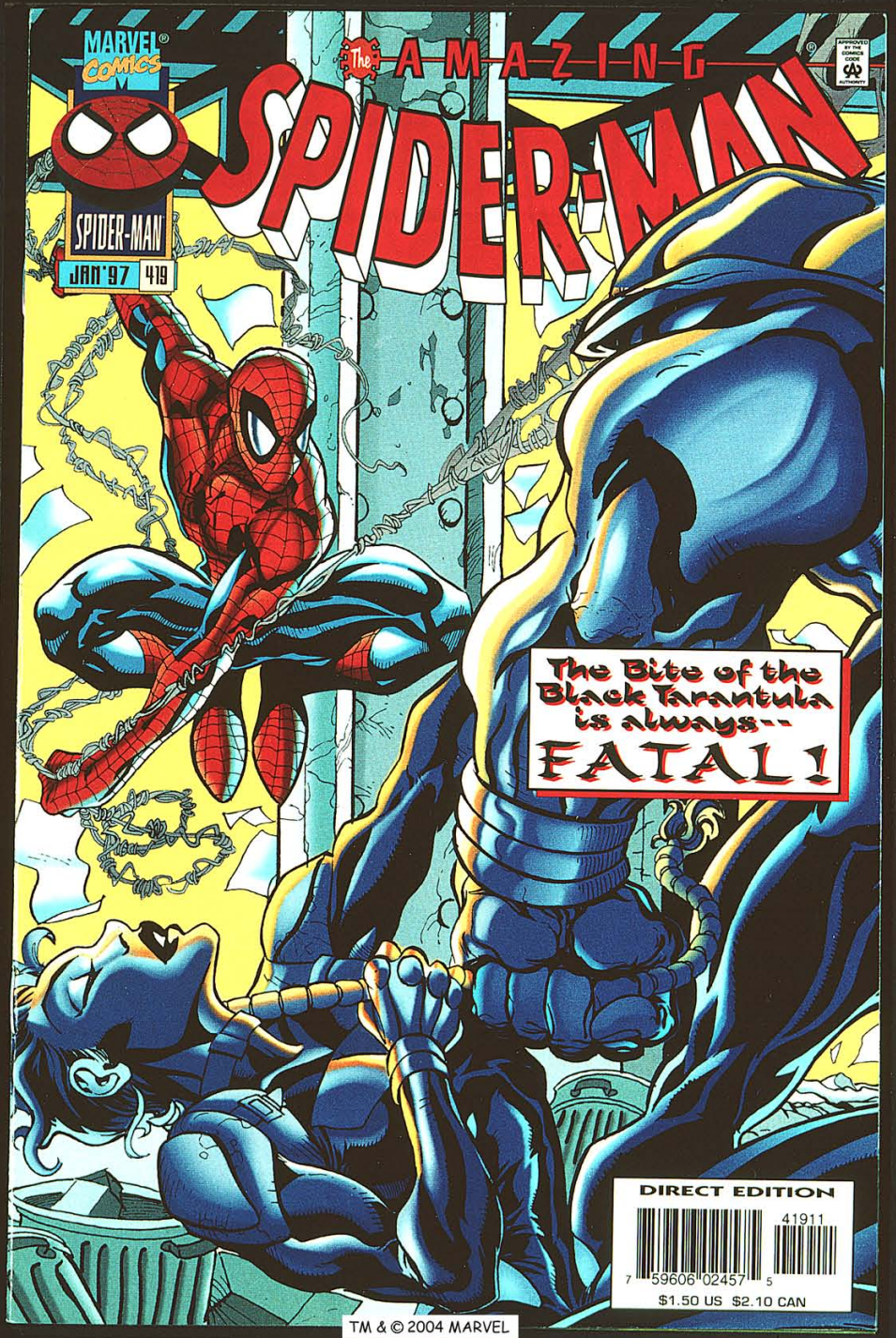
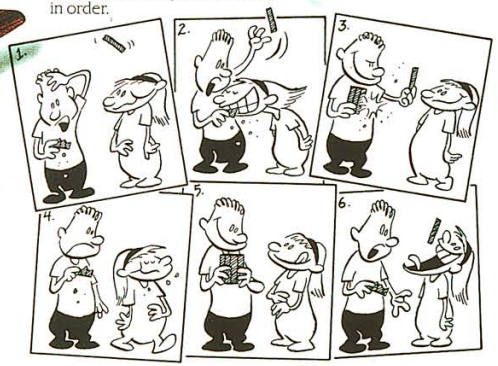
TM & © 2004 MARVEL



TM & © 2004 MARVEL

BREAK TIME!

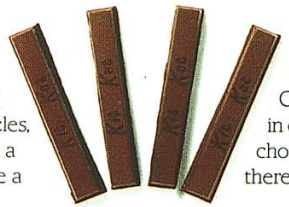
These comic strip panels have been jumbled. Examine the pictures and put them back in order.



Find something that has hands and a face but no mouth.

Find something whose name has "Kit" in it.

Hey, when you're finished with these puzzles, give your brain a break and have a



Kit Kat bar. Crisp wafers in creamy chocolate. What's there to think about?

Are there more round things or striped things?

5	3	2
1	6	4

ANSWER

TM & © 2004 MARVEL

TM & © 2004 MARVEL

THE AMAZING SPIDER-MAN®: Vol. 1, No. 419, January, 1997. (ISSN #0274-5232) Published by MARVEL COMICS. David J. Schreff, President. Stan Lee, Publisher. Shirel Rhoades, Executive VP, Publishing. OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. PERIODICALS POSTAGE PAID AT NEW YORK, N.Y. AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1996 Marvel Characters, Inc. All rights reserved. Price $1.50 per copy in the U.S. and $2.10 in Canada. Subscription rate for 12 issues: U.S. $22.00; foreign $34.00; and Canadian subscribers must add $10.00 for postage and GST. GST #R127032852. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. SPIDER-MAN (including all prominent characters featured in this issue and the distinctive likenesses thereof) is a trademark of MARVEL CHARACTERS, INC. POSTMASTER: SEND ADDRESS CHANGES TO THE AMAZING SPIDER-MAN, c/o MARVEL DIRECT MARKETING CORP./SUBSCRIPTION DEPT. P.O. BOX 1979 DANBURY, CT. 06813-1979. TELEPHONE # (203) 743-5331. Printed in the U.S.A.

TM & © 2004 MARVEL

TM & © 2004 MARVEL

GLENN CLOSE

So many dogs. So little time.

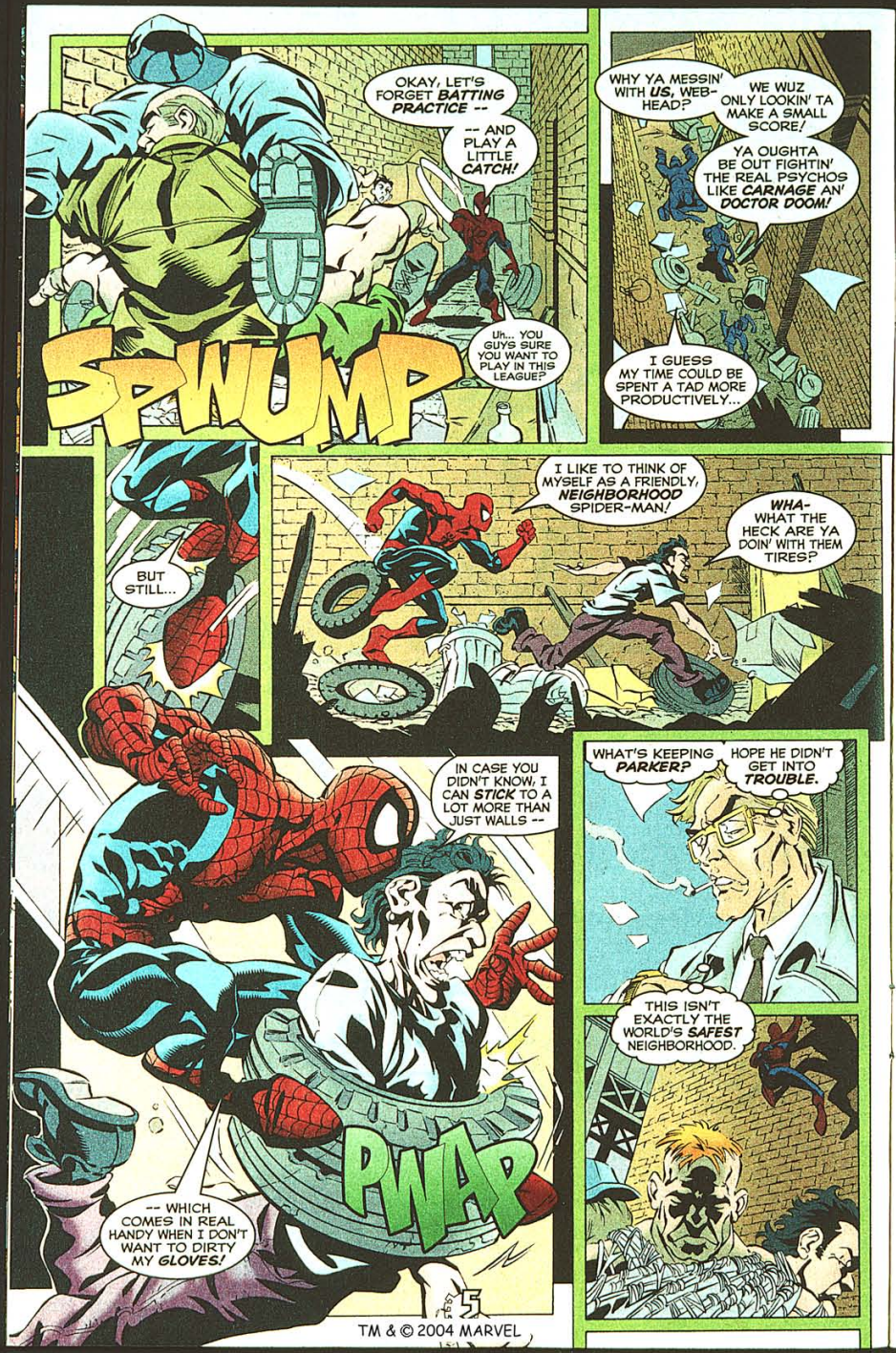
Walt Disney Pictures presents

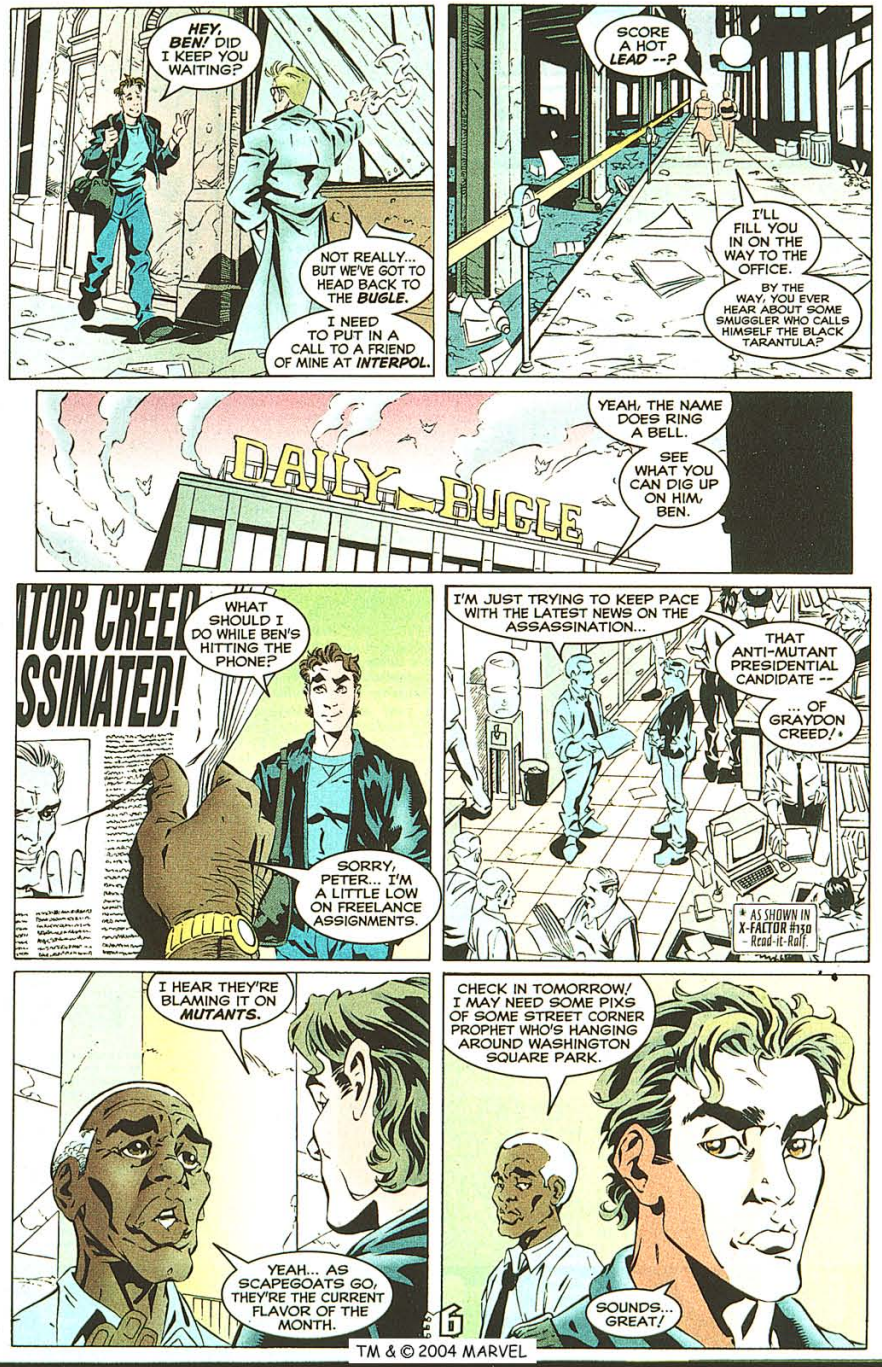
101 DALMATIANS

WALT DISNEY PICTURES presents A GREAT OAKS Production GLENN CLOSE JEFF DANIELS "101 DALMATIANS" A STEPHEN HEREK Film
JOELY RICHARDSON JOAN PLOWRIGHT Music by MICHAEL KAMEN Costume Designer ANTHONY POWELL with ROSEMARY BURROWS Edited by TRUDY SHIP
Production Designer ASSHETON GORTON Director of Photography ADRIAN BIDDLE Executive Producer EDWARD S. FELDMAN Screenplay by JOHN HUGHES Produced by JOHN HUGHES and RICARDO MESTRES
Great Oaks
CD-ROM available from Disney Interactive
DOLBY DIGITAL
Directed by STEPHEN HEREK
Soundtrack Available on Cassette and Compact Disc from Walt Disney
Walt Disney Pictures
Visit 101 DALMATIANS at http://www.disney.com
Distributed by BUENA VISTA PICTURES DISTRIBUTION, INC. © DISNEY ENTERPRISES, INC.

STARTS WEDNESDAY, NOVEMBER 27TH AT THEATRES EVERYWHERE

TM & © 2004 MARVEL


OKAY, LET'S FORGET BATTING PRACTICE --
-- AND PLAY A LITTLE CATCH!
SPWUMP
Uh... YOU GUYS SURE YOU WANT TO PLAY IN THIS LEAGUE?
WHY YA MESSIN' WITH US, WEB-HEAD?
WE WUZ ONLY LOOKIN' TA MAKE A SMALL SCORE!
YA OUGHTA BE OUT FIGHTIN' THE REAL PSYCHOS LIKE CARNAGE AN' DOCTOR DOOM!
I GUESS MY TIME COULD BE SPENT A TAD MORE PRODUCTIVELY...
BUT STILL...
I LIKE TO THINK OF MYSELF AS A FRIENDLY, NEIGHBORHOOD SPIDER-MAN!
WHA- WHAT THE HECK ARE YA DOIN' WITH THEM TIRES?
IN CASE YOU DIDN'T KNOW, I CAN STICK TO A LOT MORE THAN JUST WALLS --
-- WHICH COMES IN REAL HANDY WHEN I DON'T WANT TO DIRTY MY GLOVES!
PWAP
WHAT'S KEEPING PARKER?
HOPE HE DIDN'T GET INTO TROUBLE.
THIS ISN'T EXACTLY THE WORLD'S SAFEST NEIGHBORHOOD.
5
TM & © 2004 MARVEL


HEY, BEN! DID I KEEP YOU WAITING?
NOT REALLY... BUT WE'VE GOT TO HEAD BACK TO THE BUGLE.
I NEED TO PUT IN A CALL TO A FRIEND OF MINE AT INTERPOL.
SCORE A HOT LEAD --?
I'LL FILL YOU IN ON THE WAY TO THE OFFICE.
BY THE WAY, YOU EVER HEAR ABOUT SOME SMUGGLER WHO CALLS HIMSELF THE BLACK TARANTULA?
DAILY BUGLE
YEAH, THE NAME DOES RING A BELL.
SEE WHAT YOU CAN DIG UP ON HIM, BEN.
ITOR CREED SSINATED!
WHAT SHOULD I DO WHILE BEN'S HITTING THE PHONE?
SORRY, PETER... I'M A LITTLE LOW ON FREELANCE ASSIGNMENTS.
I'M JUST TRYING TO KEEP PACE WITH THE LATEST NEWS ON THE ASSASSINATION...
THAT ANTI-MUTANT PRESIDENTIAL CANDIDATE --
... OF GRAYDON CREED/*
* AS SHOWN IN X-FACTOR #130 - Read-it-Ralf.
I HEAR THEY'RE BLAMING IT ON MUTANTS.
YEAH... AS SCAPEGOATS GO, THEY'RE THE CURRENT FLAVOR OF THE MONTH.
CHECK IN TOMORROW/ I MAY NEED SOME PIXS OF SOME STREET CORNER PROPHET WHO'S HANGING AROUND WASHINGTON SQUARE PARK.
SOUNDS... GREAT/
6
TM & © 2004 MARVEL

BULLPEN BULLETINS

DOMINO: SETTIN' YOU UP AND KNOCKIN' YA DOWN!

Wolverine, Gambit, Shatterstar, Rogue — these are just a few of the *X-Men* with mysterious and often shady pasts. But when it comes to unanswered questions — origin, powers, past encounters, relationships — none of the merry Marvel mutants can hold a candle to *X-Force's* sexy, deadly deputy leader — the woman called *Domino!* And a few of the blanks in the shadowed history of *Cable's* lucky lady just may be filled in by the end of this three-issue limited series written by *Ben Raab* (EXCALIBUR), with awesome art by newcomer *David Perrin* (UNCANNY X-MEN '96, *Vampirella*) and all-around X-embellisher *Harry Candelario!*

In DOMINO #1, on sale next week, we find that an ex-husband of Dom's who believed her killed years ago has resurfaced, working for a top secret branch of the U.S. Government, and kept under lock and key by that ol' mutie-hater, *Henry Peter Gyrich!* But the government isn't the only one after this mysterious individual, as he's nabbed from custody by a shadowed assailant. And wait'll you see the long-absent Marvel Universe star who delivers the news to Dom! It's all part of a grand scheme that's guaranteed to draw Domino into her deadliest challenge yet - without Cable and her X-Force teammates to back her up! And longtime X-fans will discover a familiar villainous face at the center of the proceedings.

Editor *Mark Bernardo* promises "a little bit of intrigue, a smattering of romance, and a lot of hard-hitting, explosive action as Domino throws down with some real heavyweights! This lady makes Linda Hamilton in *T2* look demure! Plus, we'll find out where her name "Beatrice" comes from!" The shocking secrets abound, and the bullets fly, in one week!

THUNDERBOLTS MAKE A STRIKING DEBUT!

Okay... so ONSLAUGHT's over. The *Avengers* and *Fantastic Four* have disappeared and are believed dead by the public at large. Anti-mutant hysteria is running more rampant than ever, forcing the *X-Men* into hiding. Clearly, there is one thing this panicked, hero-deprived world needs: a new team of super-powered champions to protect the innocent! Well, that team is now here, as of INCREDIBLE HULK #449, and they're called the THUNDERBOLTS! And before they go on to headline their own spectacular series beginning in February, they've got a pretty daunting baptism of fire ahead of them: tangling with the all-powerful, all-nasty jade giant!

Inquiring Marvelites want to know: Who are these new heroes? Where did they come from? And what's their place in this world of thinned super hero ranks? Well, we know the lineup: *Mach-1*, the human fighter plane, an armored aerial arsenal; *Atlas*, a veritable giant possessed of extraordinary strength, stamina, and invulnerability; *Songbird*, a woman with sonic powers which she can use as shattering sound blasts or to fly; *Techno*, a brilliant inventor armed with a backpack full of super-high tech weaponry and gadgets; *Meteorite*, a female powerhouse empowered with cosmic energy, and a cunning scientific mind; and their enigmatic leader, *Citizen V*, a gifted swordsman and master strategist. We also know that they intend to take the place of the Avengers as humanity's super-powered champions. Beyond that, we don't know anything about these upstart crimefighters, except that they sprang from the fertile imagination of MARVELS and UNTOLD TALES OF SPIDER-MAN scribe *Kurt Busiek*, and have been deftly designed by the ultra-talented *Mark Bagley*, of AMAZING SPIDER-MAN fame... and that these two gentlemen have been tapped to be the regular writer-artist team on the THUNDERBOLTS' own upcoming series.

Next week, however, fandom at large sees them unleashed for the first time, courtesy of the Hulk's mega-popular creative crew of *Peter David* and *Mike Deodato, Jr.!* And when you see these guys in action against the green goliath, we're confident your appetite will be whetted for more, especially with the tantalizing tidbits about the Thunderbolts thrown into the adventure! Why, for example, does the Hulk find Meteorite's voice just a tad...familiar? This is a major Marvel Universe event, and it kicks off right here!

CHECKLIST FOR NOVEMBER 20

INCREDIBLE HULK #449 The jade giant encounters the mysterious new super-team called the *Thunderbolts!* What is this group's strange secret? (You think we're gonna tell ya here?!) By *Peter David* and *Mike Deodato, Jr.!*

IRON MAN #3 *Tony Stark* is reported missing, and the *Fantastic Four* are called in to investigate! You know what comes next: Super-hero slugfest unparalleled as *Iron Man* takes on the fabulous FF! By *Jim Lee, Scott Lobdell,* and *Whilce Portacio!*

PUNISHER #15 The *Mutant Liberation Front* has *Reverend Connover*, and now the *Punisher* & the *X-Cutioner* launch their desperate assault on the MLF complex to rescue him — and maybe kick some butt... By *John Ostrander* and *Tom Lyle!*

SILVER SURFER/SUPERMAN DC's Man of Steel and Marvel's shining sentinel of the spaceways join forces to face a cosmic threat in this once-in-a-lifetime crossover event! By *George Pérez* and *Ron Lim!*

VALKYRIE #1 With her Asgardian brethren among the missing, *Brunnhilde the Valkyrie* comes to the world of mortals — and into the clutches of *D'Spayre!* By *J.M. DeMatteis* and *Pablo Raimondi!*

THE ADVENTURES OF SPIDER-MAN #10 *Spidey's* secret identity is in jeopardy, courtesy of the *Beetle's* nefarious online criminal info network! All-new high-flying adventure in the animated style! By *Nel Yomtov* and *Alex Saviuk!*

DAILY BUGLE #2 (of 3) *J. Jonah Jameson* faces an ethical crisis, and *Betty Brant's* underworld investigation gets dangerous! Hard-boiled black & white action continues! By *Paul Grist* and *Karl Kerschl!*

SPIDER-MAN #76 Move over, *Spidey* — here comes *Shoc*, the new costumed crimebuster in town! But this here town might not be big enough for the two of 'em! By *Howard Mackie* and *John Romita, Jr.!*

DOMINO #1 (of 3) It's *X-Force's* femme fatale in her first solo adventure! Who is the mysterious man from *Domino's* past... and why has he been a prisoner of the U.S. Government?! By *Ben Raab* and *David Perrin!*

EXCALIBUR #105 *Kitty Pryde* investigates the secrets of *Douglock* while *Moonstar's Mutant Liberation Front* stages an assault on Muir Island! By *John Arcudi* and *Bryan Hitch!*

WHAT IF? #93 Starring *Wolverine!* The feral X-Man has gone way over the edge and needs to be taken down! Hoo-boy! So which of *Logan's* lucky teammates gets the job? By *Marcus McLaurin* and *Dietrich Smith!*

X-MAN #23 The *X-Men's Bishop* shows up, concerned about *Nate Grey's* destructive powers! Look out, Bish — you may get a taste of them firsthand! By *Terry Kavanagh* and *Roger Cruz!*

X-MAN '96 It's *Nate's* return to the world of the *Age of Apocalypse*, and a fateful encounter with his mentor in that reality: *Forge!* By *Terry Kavanagh* and *Alan Davis!*

X-MEN #60 It's the explosive return of the evil X-Ternal named *Candra*, and this time, *Storm's* gotta face her alone! The forecast doesn't look good for Ororo! By *Scott Lobdell* and *Andy Kubert!*

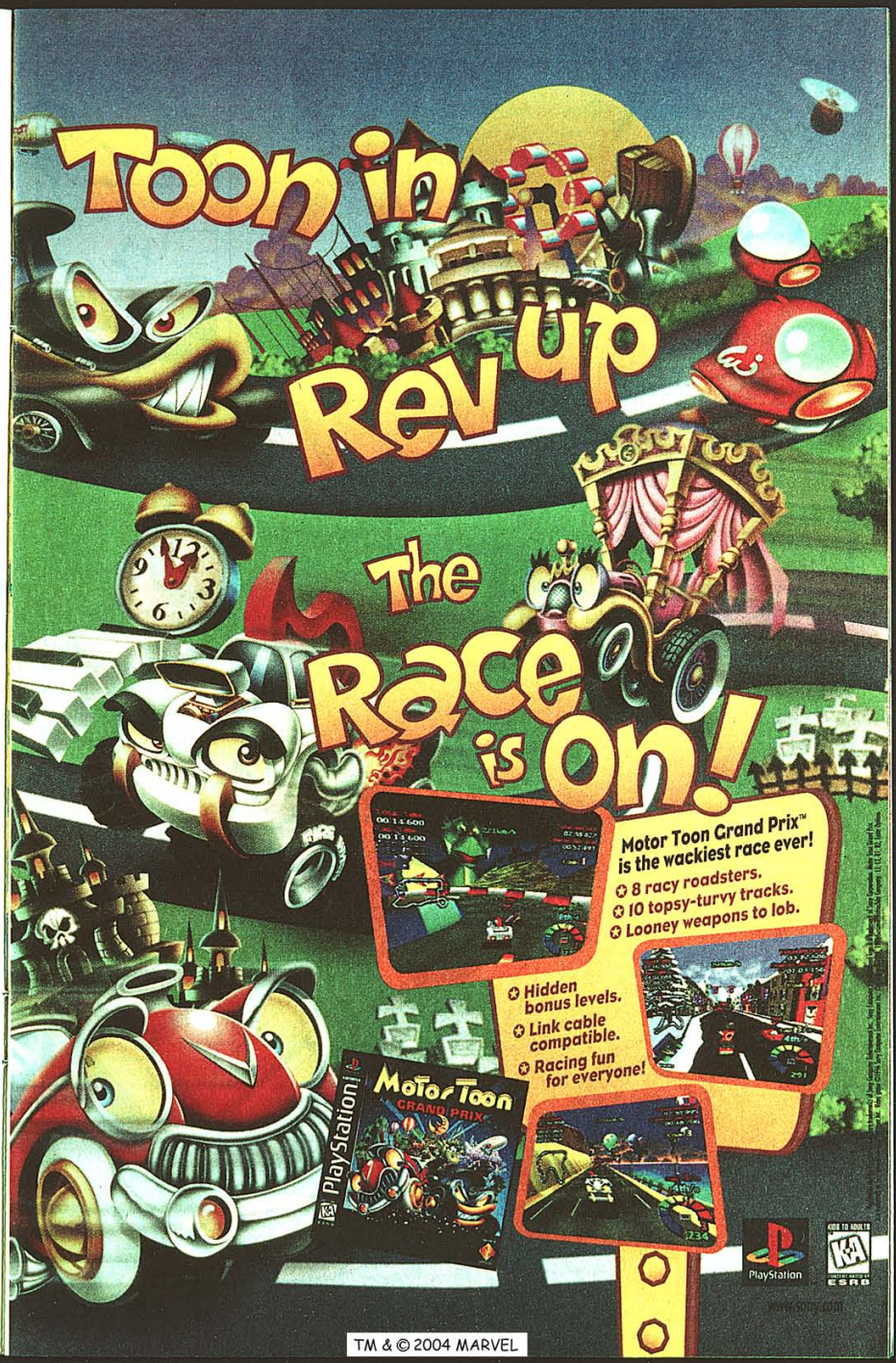
X-MEN: RISE OF APOCALYPSE #4 (of 4) The origin of the *X-Men's* ancient enemy concludes as *En Sabah Nur* takes on an army of foes to gain the ultimate power! By *Terry Kavanagh* and *Adam Pollina!*

STAR TREK: STARFLEET ACADEMY #2 It's R&R time for the women of the Academy, but danger awaits them in their chosen vacation spot of Australia! By *Chris Cooper* and *Chris Renaud!*

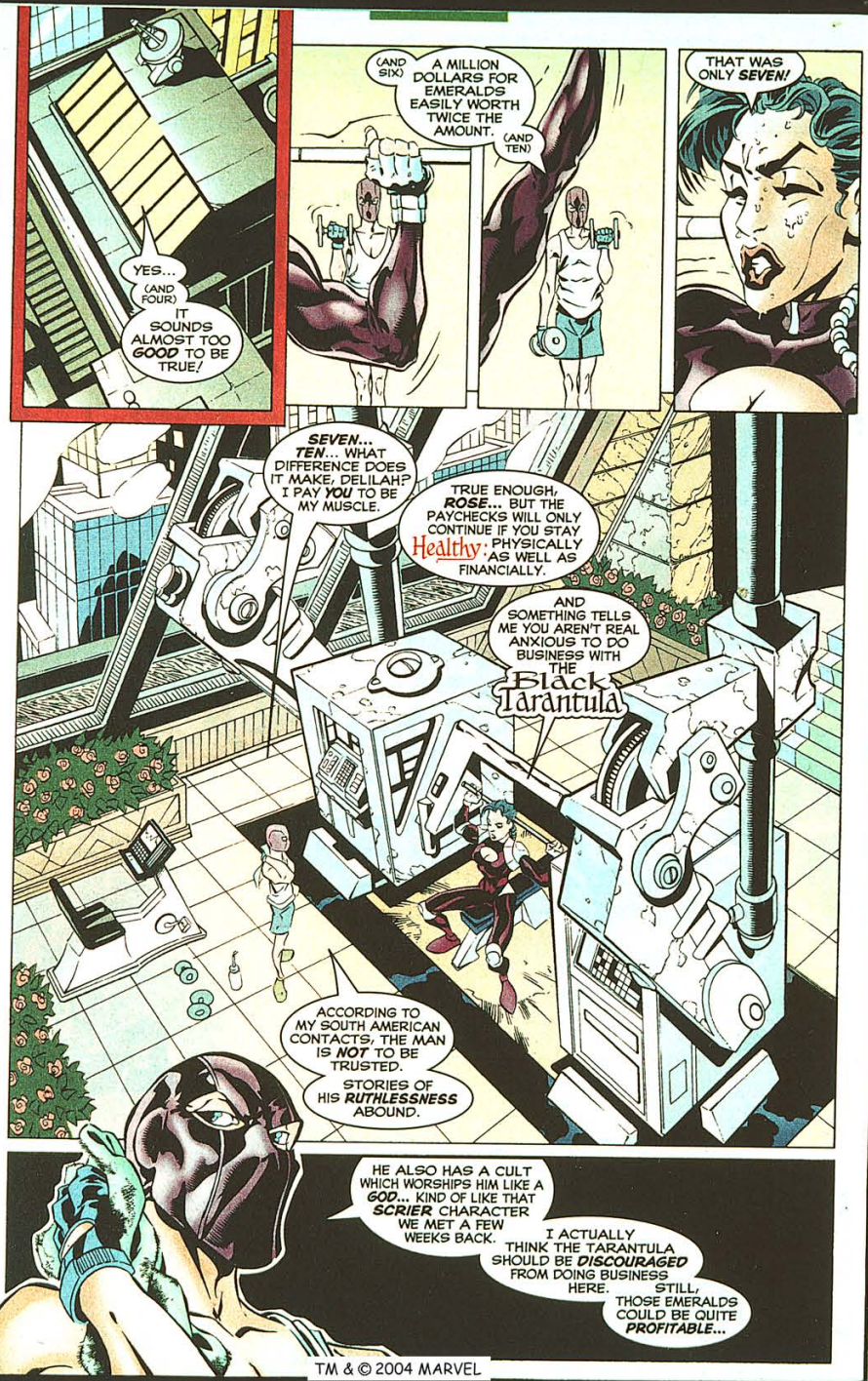
DESIGN BY COMICRAFT

[WISH LIST]

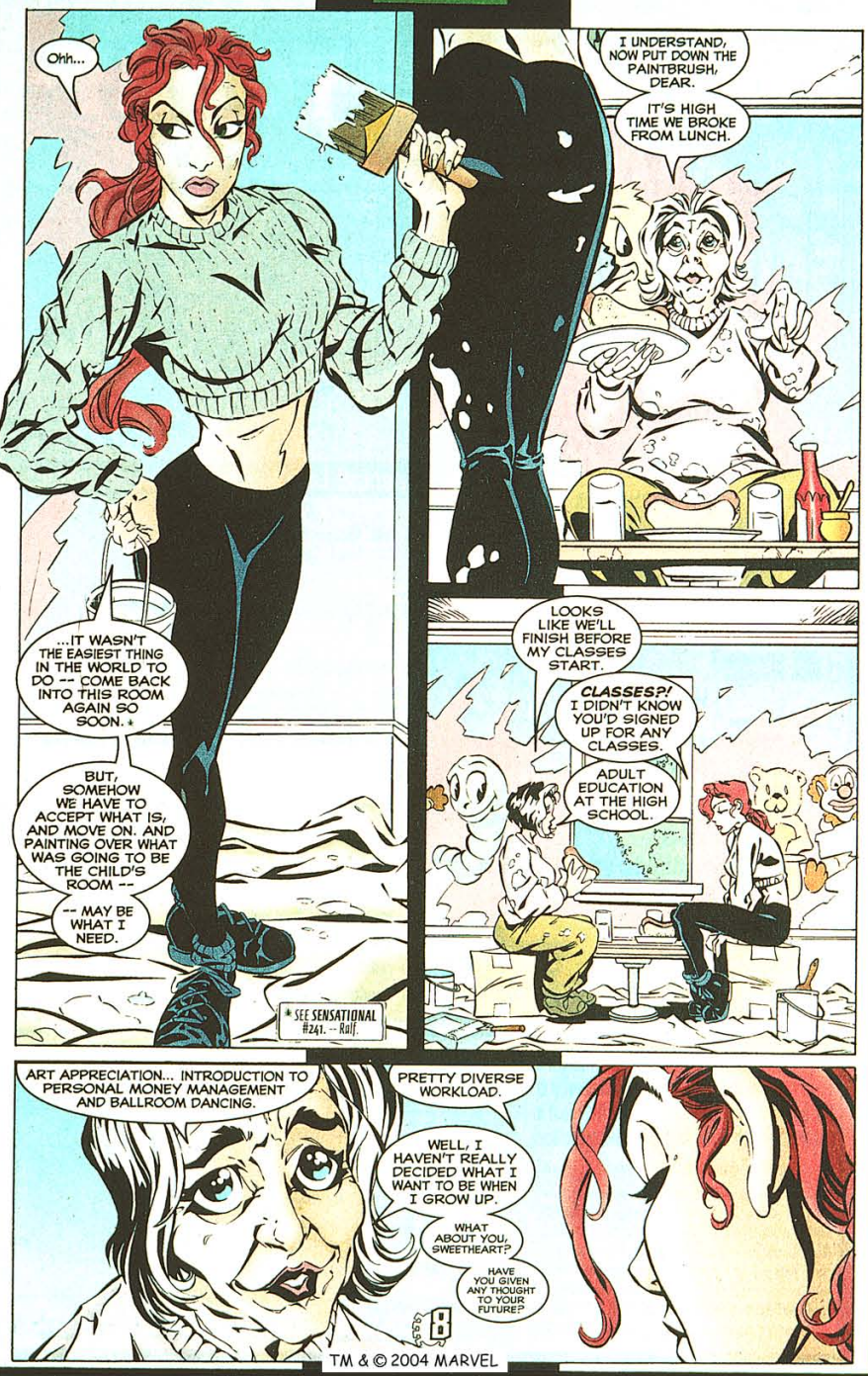
TM & © 2004 MARVEL



TM & © 2004 MARVEL



TM & © 2004 MARVEL



TM & © 2004 MARVEL

SUBSCRIBE TODAY- IT MAKES SPIDER-SENSE!

SATISFACTION GUARANTEED!

DISCOUNT OFFER ON THESE TITLES!
1 SUBSCRIPTION FOR $21.97/YR
2 SUBSCRIPTIONS FOR $20.97/EA
3 OR MORE COMICS FOR JUST $19.97/EA.
EACH SUBSCRIPTION INCLUDES 12 MONTHLY ISSUES!

Spider-Man
- ☐ AMZ Amazing Spider-Man
- ☐ SPI Spider-Man
- ☐ PPK Spectacular Spider-Man
- ☐ SSM Sensational Spider-Man

The X-Men
- ☐ CAB Cable
- ☐ DDP Deadpool *New Title!*
- ☐ ELK Electra
- ☐ EXC Excalibur
- ☐ GEN Generation X
- ☐ WOL Wolverine
- ☐ XME Uncanny X-Men
- ☐ FAC X-Factor
- ☐ XFO X-Force
- ☐ MAN X-Man
- ☐ MEN X-Men

Heroes Reborn
- ☐ AVE Avengers
- ☐ CAM Captain America
- ☐ FAN Fantastic Four
- ☐ IRM Iron Man

Marvel Heroes
- ☐ DDV Daredevil
- ☐ GHR Ghost Rider
- ☐ INC Incredible Hulk
- ☐ JIM Journey Into Mystery
- ☐ PNS Punisher
- ☐ SIL Silver Surfer
- ☐ W99 2099, World of Tomorrow

More Fantastic Marvel Adventures
- ☐ WHI What If... (Stories that span The Marvel Universe)
- ☐ VEM Venom (Available in U.S. only)

Star Trek
- ☐ DS9 Star Trek: Deep Space Nine
- ☐ VOY Star Trek: Voyager
- ☐ SFA Star Trek: Starfleet Academy
- ☐ EVS Star Trek: Early Voyages

New Titles!

Special! Low Prices on These Comics

Early Tales of Spider-Man and the X-Men
- ☐ OGN Uncanny Origins
- ☐ UTS Untold Tales of Spider-Man

$9.97

For Younger Readers
- ☐ MAV Marvel Adventures

$11.97

Marvel's New Fan Magazine!
- ☐ MVS Marvel Vision

$14.97

MARVEL COMICS

Exclusive Subscriber Savings and Services
- Save money on your favorite comics!
- Free, convenient home delivery. You won't miss an issue!
- Special subscriber-only customer service phone number!
- All issues are mailed with cardboard backing in weather resistant polybags!
- Satisfaction guaranteed or your money back on all remaining issues!
- Special offers on Mighty Marvel Merchandise!

Ordering is fast and easy!

❑ **Yes!** Sign me up for home delivery of the comics I've checked. I deserve the most in savings, convenience, service, and selection!

My satisfaction is guaranteed!

Check off the subscriptions you want delivered to your home (12 issues each) and return this page or a copy to: **MARVEL DIRECT MARKETING**, P.O. BOX 1979, DANBURY, CT 06813. Please provide credit card information or make your check or money order payable to "Marvel Direct Marketing Inc." For even faster service call: (203) 743-5331 and have your credit card handy! **OFFER GOOD UNTIL 12/31/97.**

YES, YOU CAN PHOTOCOPY THIS AD!

Please print:

NAME OF READER _____ DATE OF BIRTH (M/D/Y) _____

STREET ADDRESS _____

CITY _____ STATE _____ ZIP _____

# of subscriptions _____ Amount enclosed: $ _____

Charge my: ☐ VISA ☐ MasterCard ☐ Discover Card ☐ AMEX

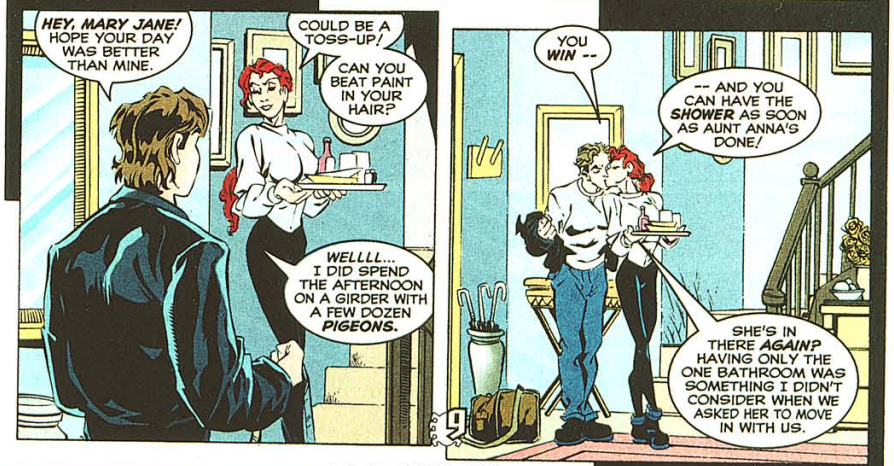
CREDIT CARD # _____ EXPIRATION DATE _____

NAME OF CREDIT CARD HOLDER (IF DIFFERENT FROM ABOVE) _____

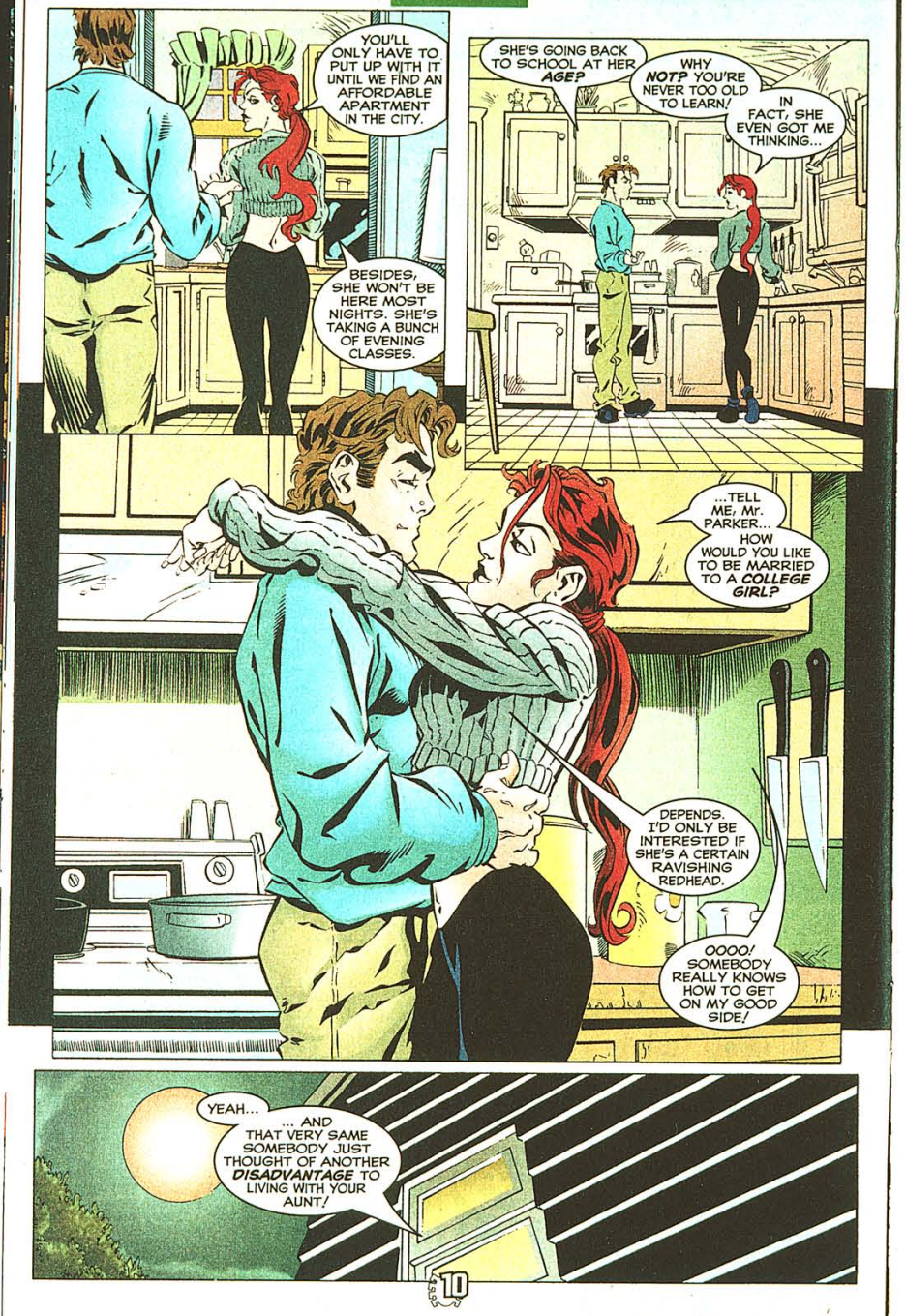
SIGNATURE FOR CREDIT CARD ORDERS _____

Canada, add $10.00 per title (in U.S. funds only, includes GST#R127032852). Foreign, add $12 per title in U.S. funds only. Allow 6 to 8 weeksfor delivery of your first issue. TM & © 1996 Marvel Entertainment Group Inc. All rights reserved. **H6BMDR**

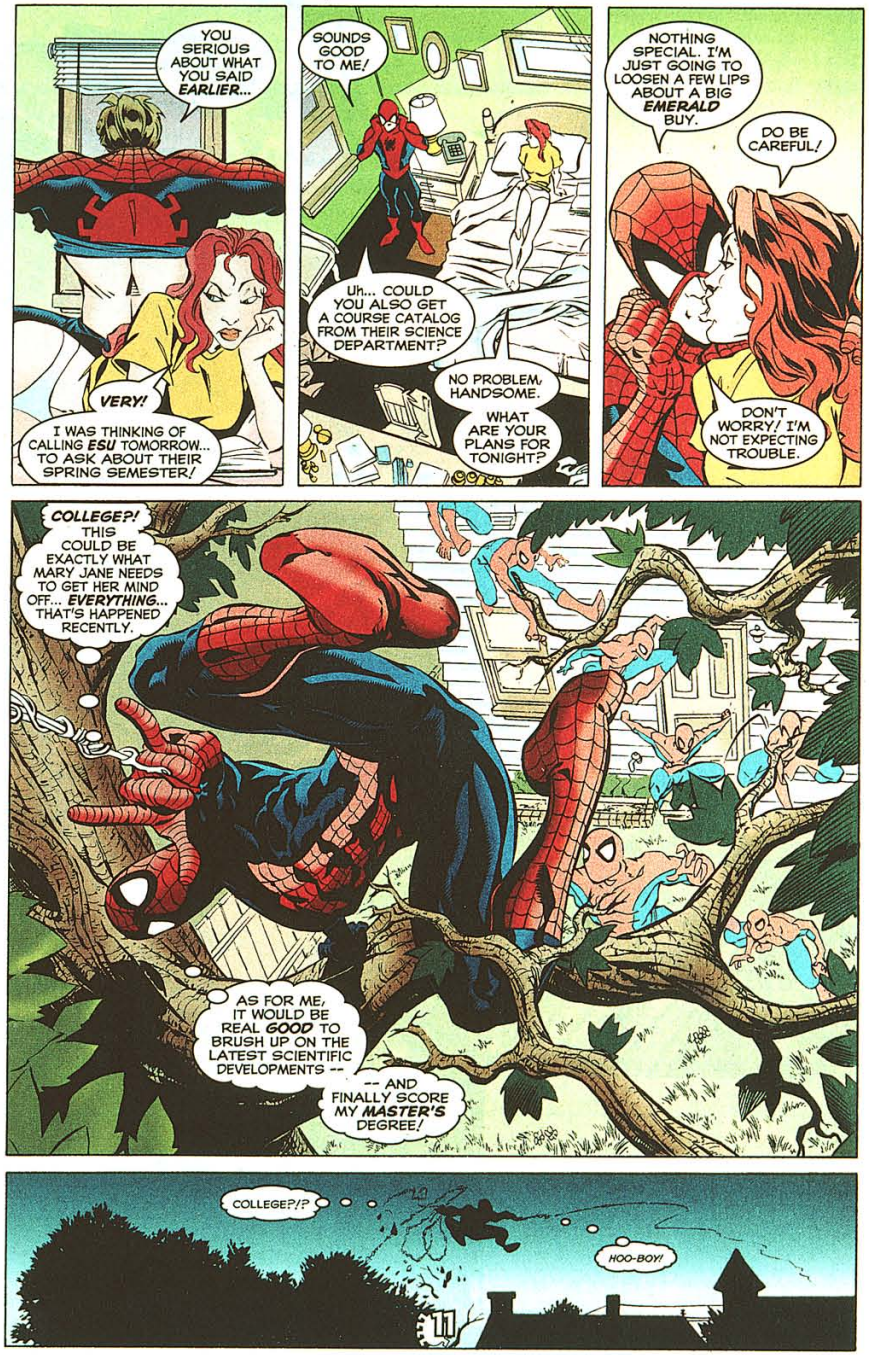
TM & © 2004 MARVEL



TM & © 2004 MARVEL



TM & © 2004 MARVEL



TM & © 2004 MARVEL

WIN 3 HOT RC CARS

And star in your own comic!

FREE! LIMITED TIME!

Stop by RadioShack for *your* FREE Incredible Hulk sticker!

Rock Runner/Car Crusher II (with switchable body!)

Super Hero Super-car Giveaway!

Name_____ Age _____

Address_____

City _____ State _____

Zip _____ Phone (____) _____

My child/ward and I agree to abide by the official rules of this sweepstakes.

Signature of Parent/Guardian _____

To Enter: Fill out and mail to "Super Hero Super-car" Giveaway, Marvel Entertainment Group, Inc., 387 Park Avenue South, New York, NY 10016.

TM & © 2004 MARVEL

PAID ADVERTISEMENT

RadioShack℠

MARVEL COMICS™

Super Hero Super-car Giveaway!

1 **Grand prize winner will receive:**

- ✓ "Rock Runner/Car Crusher II", "Road Phantom" and "Air Beam" remote-control cars
- ✓ 2-year "the Amazing Spider-Man" comic book subscription
- ✓ Framed custom comic book

The lucky Grand Prize winner will be featured as the Super Hero in his or her own 16-page Marvel adventure!

10 **First prize winners will receive:**

- ✓ A $100 gift certificate to RadioShack
- ✓ A signed copy of "Marvel Universe" by Peter Sanderson

500 **Second prize winners will receive:**

- ✓ 3 month subscription to "the Amazing Spider-Man" comic book
- ✓ "Sonic Car Racing" handheld LCD game

Giveaway Rules:

No purchase necessary. One entry per household. One prize per winner. To enter, stop by a participating RadioShack for an entry form (limit one entry per visit) or hand print on a 3"×5" postcard your name, age, address and phone number. Have your parent or guardian write and sign the statement: "My child and I agree to abide by the official rules of this sweepstakes" at the bottom of your entry. Without signed statement, entry will be disqualified. Mail entry to: "Super Hero Super-car Giveaway," Marvel Entertainment Group, Inc., 387 Park Avenue South, New York, NY 10016. Each entry must be handwritten (no photocopies), mailed in a separate envelope and received by 11/30/96. Marvel Entertainment Group Inc., RadioShack, Tandy Corporation, and their employees, officers, directors and agents not responsible for lost, late, misdirected, or illegible entries. Open to residents of the 48 contiguous United States, ages 10 to 17 at the time of the drawing, on or about 1/15/97. Employees of RadioShack, Marvel Entertainment Group, Inc., their affiliates and agencies not eligible. All prizes awarded.

One (1) Grand Prize: One framed 16-page Marvel custom comic featuring the winner as a Super Hero in comic book format, approx. value $1000.00; Three (3) top-of-the-line radio-control cars from RadioShack: "Rock Runner/Car Crusher II", "Road Phantom", "Air Beam", plus batteries, battery packs and chargers, approx. retail value $633.00; One (1) 2-year subscription to "the Amazing Spider-Man" comic book, approx. retail value $43.00. Ten (10) First Prizes: One (1) $100 RadioShack Gift Certificate; One (1) signed copy of "Marvel Universe" by Peter Sanderson, approx. retail value $22.00 each. Five hundred (500) Second Prizes: One (1) 3-month subscription to "the Amazing Spider-Man" comic book, approx. retail value $5.50 each; One (1) RadioShack "Sonic Car Racing" handheld LCD game, approx. retail value: $14.99 each. Winners and legal guardians must meet all eligibility requirements and sign an affidavit of eligibility/release of liability/prize acceptance form within ten days of attempted delivery of same. Noncompliance within this time period may result in disqualification. Acceptance of the prize grants permission to use winner's name, voice, picture and likeness, without additional compensation, for promotional purposes. Winners assume liability for bodily damages or injuries caused (or claimed to be caused) by entering the sweepstakes, or by a prize, and acknowledge that Marvel Entertainment Group, Inc., RadioShack, Tandy Corporation and their employees, officers, directors and agents have no liability for any claim, injury or loss in connection with entering this sweepstakes or use of any prize. Prizes are not transferable, redeemable for cash or substitutable for any other item by winner. Sponsor reserves the right to substitute a comparable prize of like or greater value for any prize for any reason. In the event that any winner fails to timely claim their prizes or fails to meet eligibility requirements of this sweepstakes, prize will be forfeited and another winner will be selected by random draw. "The Super Hero Super-car Giveaway" will select the winners through a random drawing. Decisions of the judges are final. Winners will be notified by mail. Prize winners will be selected on or about 1/15/97. Odds of winning depend upon number of eligible entries received. All prizes will be awarded in the name of a parent or legal guardian. All federal, state and local laws and regulations apply. All taxes and prizes are the responsibility of the winners. For a winners list, send a self-addressed, stamped envelope between 1/15/97 and 6/15/97 to: "Super Hero Super-car Giveaway" Winners List, Marvel Entertainment Group, Inc., 387 Park Avenue South, New York, NY 10016. Void where prohibited. Allow 6-8 weeks for prize delivery. Sponsored by RadioShack, 100 Throckmorton, Suite 1800, Fort Worth, Texas 76102; and Marvel Entertainment Group, Inc., 387 Park Avenue South, New York, NY 10016.

Marvel Comics, Super Heroes and all likenesses: ©1996 Marvel Characters, Inc. All rights reserved.

TM & © 2004 MARVEL

These and more great RC cars are available at your nearby RadioShack!

Black Phantom II

Black Wolf II

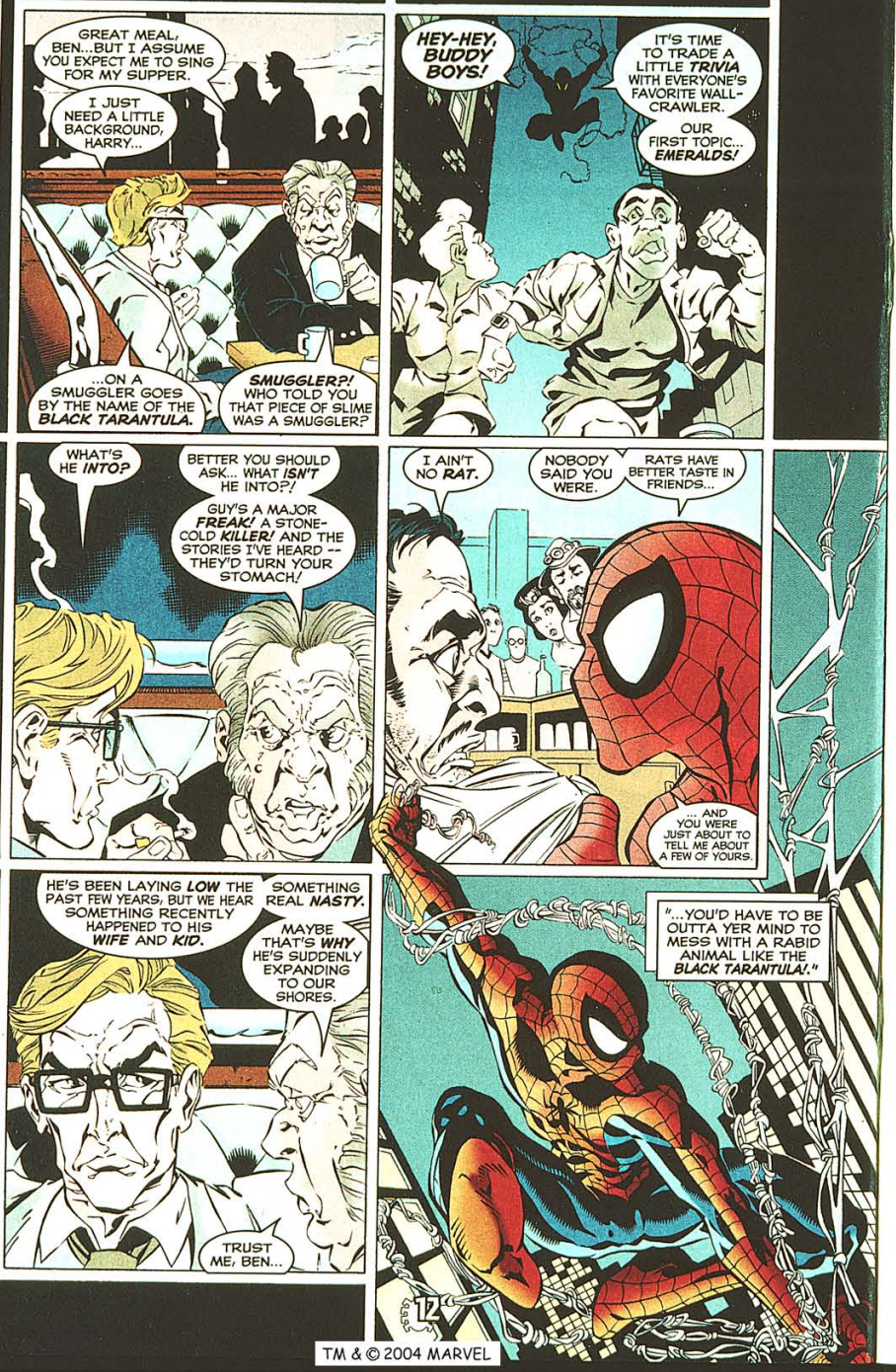
Hot Machine II

Street Sprinter

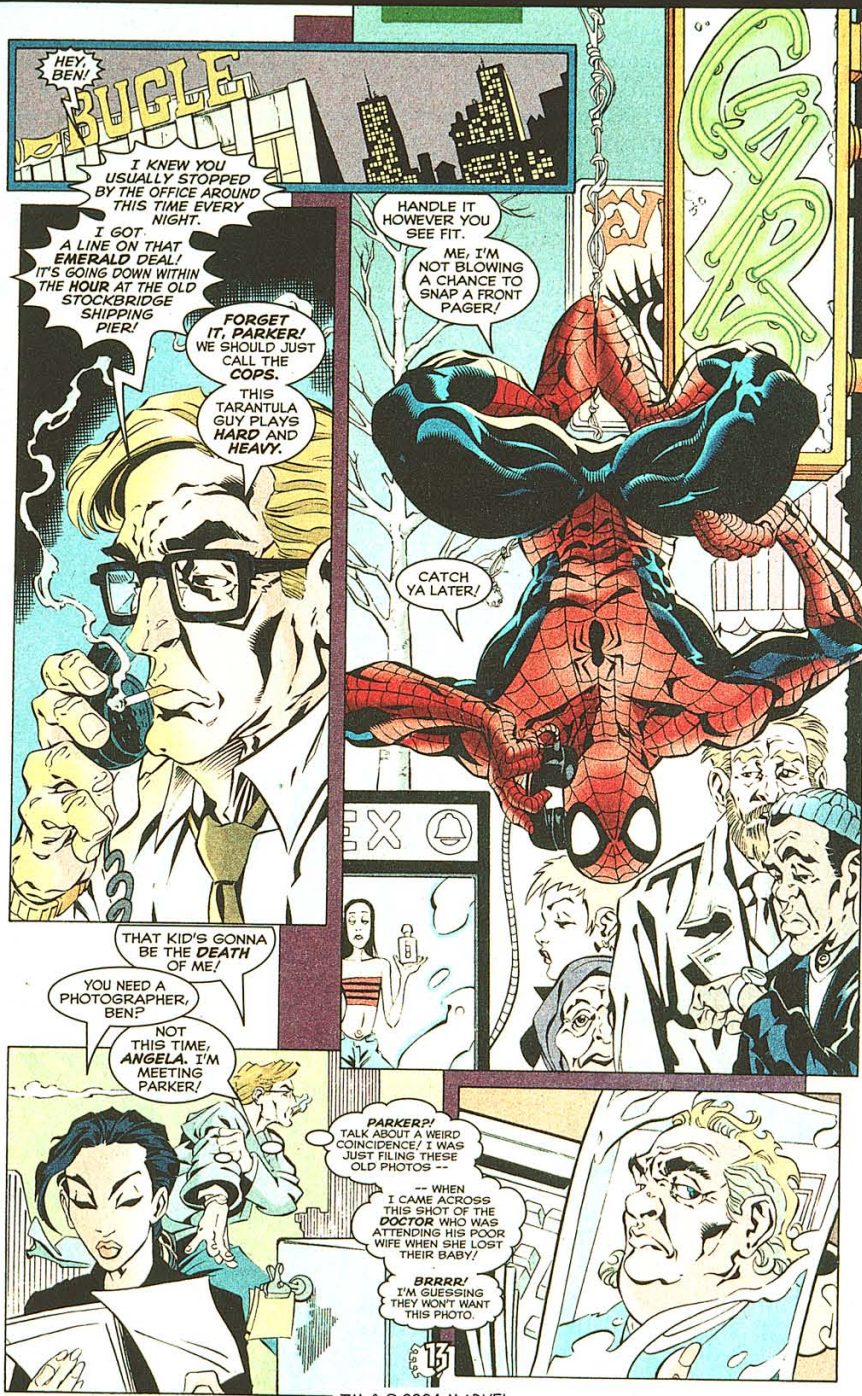
Flame Thrower

Evader

Street Duel II



TM & © 2004 MARVEL



TM & © 2004 MARVEL

HAPPY! HAPPY!
JOY! JOY!
WITH ANY LUCK, I CAN SCORE MY PIXS, PERFORM A PUBLIC SERVICE BY BAGGING THE ROSE AND THE BLACK TARANTULA --
-- AND STILL MAKE IT HOME IN TIME TO HOLD MY WIFE'S HAND THROUGH THE LAST HALF HOUR OF TONIGHT'S ER!
MARY JANE USED TO HAVE A REAL THING FOR GEORGE CLOONEY!
BUT THAT WAS BEFORE HE SIGNED TO PLAY A BIG BAT IN HIS NEXT MOVIE!
14
TM & © 2004 MARVEL

HERE COME THE ROSE'S MEN. REMEMBER YOUR ORDERS!
ABSOLUTELY NO SURVIVORS!
BE Cool, GENTLE-MEN, WE CERTAINLY DON'T WANT TO SPOOK THE TARANTULA OR HIS PEOPLE.
OUR GOAL IS TO COMPLETE THE Transfer, AND BE ON OUR WAY WITH, HOPEFULLY, LITTLE OR NO UNPLEASANTNESS.
SWELL! LOOKS LIKE THE FESTIVITIES ARE READY TO BEGIN --
-- AND I STILL HAVEN'T SET UP MY AUTOMATIC CAMERA!
WHERE IS PARKER? HE'S GOTTA BE HERE!
I JUST HOPE HE ISN'T TAKING ANY UNNECESSARY RISKS, OR --
-- Uh-Oh!
TM & © 2004 MARVEL

TM & © 2004 MARVEL

SAVE CASTLE INFINITY!

CASTLE Infinity

THE INTERNET'S ULTIMATE MULTI-PLAYER ADVENTURE GAME!

HEY KIDS! JOIN FORCES VIA THE INTERNET TO CLEAR OUT ALL THE MONSTERS FROM THE DANKEST, DARKEST, RANKEST REACHES OF THE DANGERZONE!

FIND CASTLE INFINITY HEADQUARTERS on the World Wide Web at http://www.castleinfinity.com

Windows 95 CD-ROM

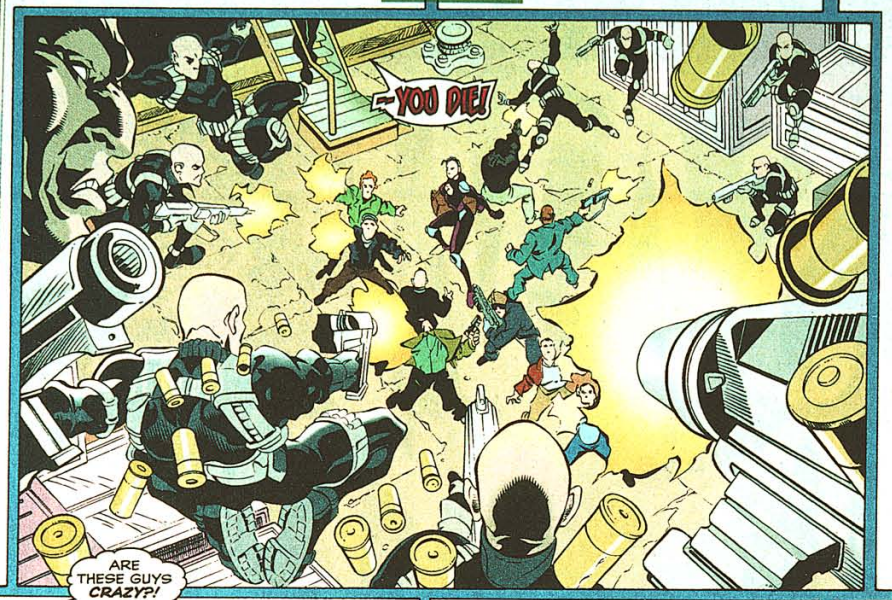
Get the "Test Drive" STARTER KIT exclusively at participating Blockbuster Video® stores. Just $9.95!* Includes CD-ROM, comic book, trading cards and more!

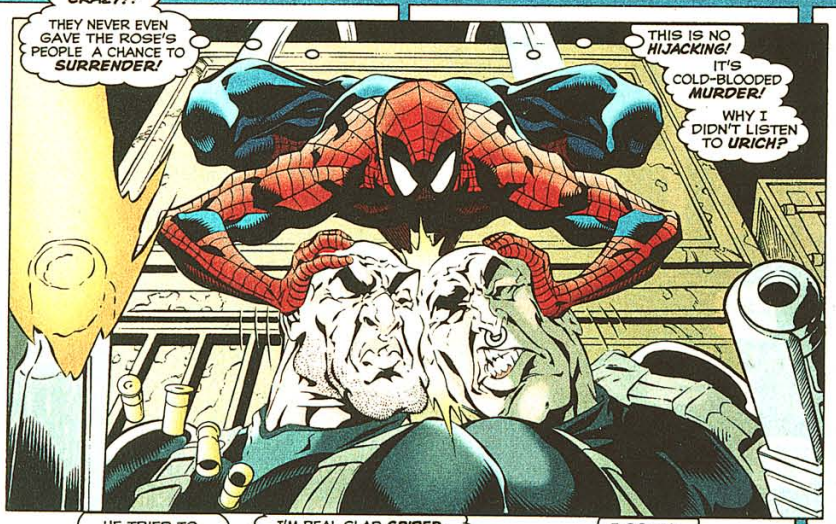
BLOCKBUSTER VIDEO

STARWAVE

©1996 Starwave Corporation. Starwave is a registered trademark and the Starwave logo, Castle Infinity and the Castle Infinity logo and characters are trademarks of Starwave Corp. All rights reserved. Windows is a registered trademark of Microsoft Corp. BLOCKBUSTER VIDEO name and design is a registered trademark of Blockbuster Entertainment Inc., Fort Lauderdale, FL 33301 ©1987, 1996 Blockbuster Entertainment Inc. All rights reserved. *Available in stores November 1. Actual price may vary.

TM & © 2004 MARVEL





TM & © 2004 MARVEL

©1996 The Dannon Company, Inc. "Dannon" and "Sprinklins" are registered trademarks and "Magic Crystals" is a trademark of The Dannon Company, Inc.

Try this trick and see what magic you can make

A ◄

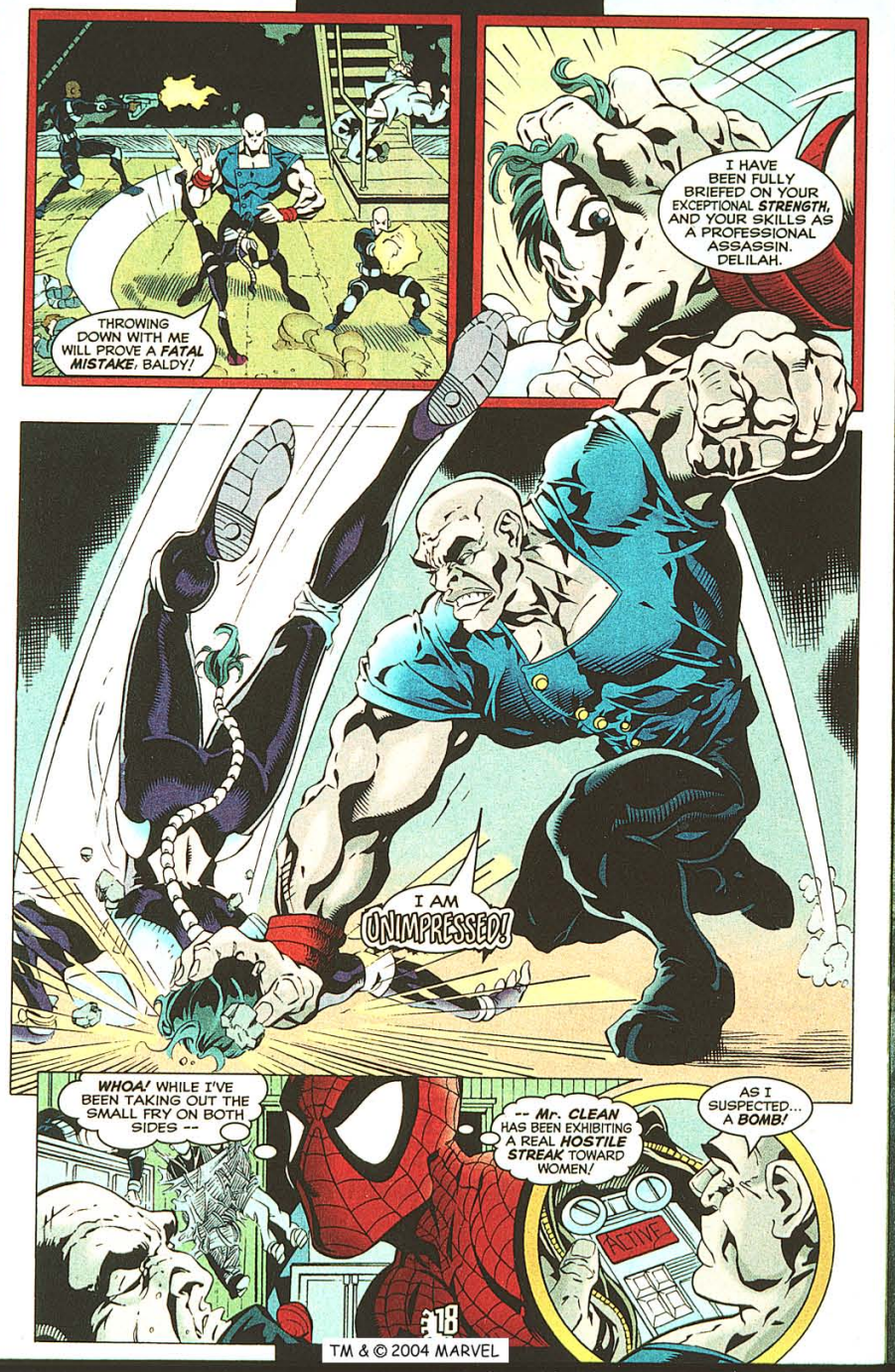
► B

Fold page so arrow B meets arrow A

A ►

Fold this section over left ◄ B

TM & © 2004 MARVEL



TM & © 2004 MARVEL

PLAY DIRTY!

TEEN T AGES 13+

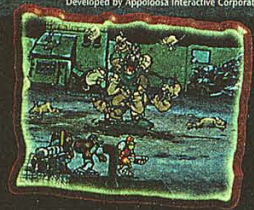
1 3 PLAYERS

- Thousands of evil orcs have landed in the big city—make sure they get a rude welcome!
- Choose a dwarf (Greg, Taconac or Corthag) and one of their trusty weapons (baseball bat, bowling pin or shotgun).
- Blast, bludgeon or seven-ten split hordes of villians in the Bronx, then rescue four genius kids taken by a sinister general.
- Alternate between the dwarves on the fly to unleash special moves or combine them for fast attacks in "brawl mode" or "morph dwarf."
- Three Dirty Dwarves delivers non-stop head smashing action with a high-energy soundtrack and a look all its own!

SEGA SATURN™

Three Dirty Dwarves™ for Sega Saturn™ and Windows® 95

"Loads of character, interesting enemies and a completely distinctive graphic style."
NEXT GENERATION ONLINE



"Entirely worthwhile, challenging and constantly entertaining."
GAME INFORMER

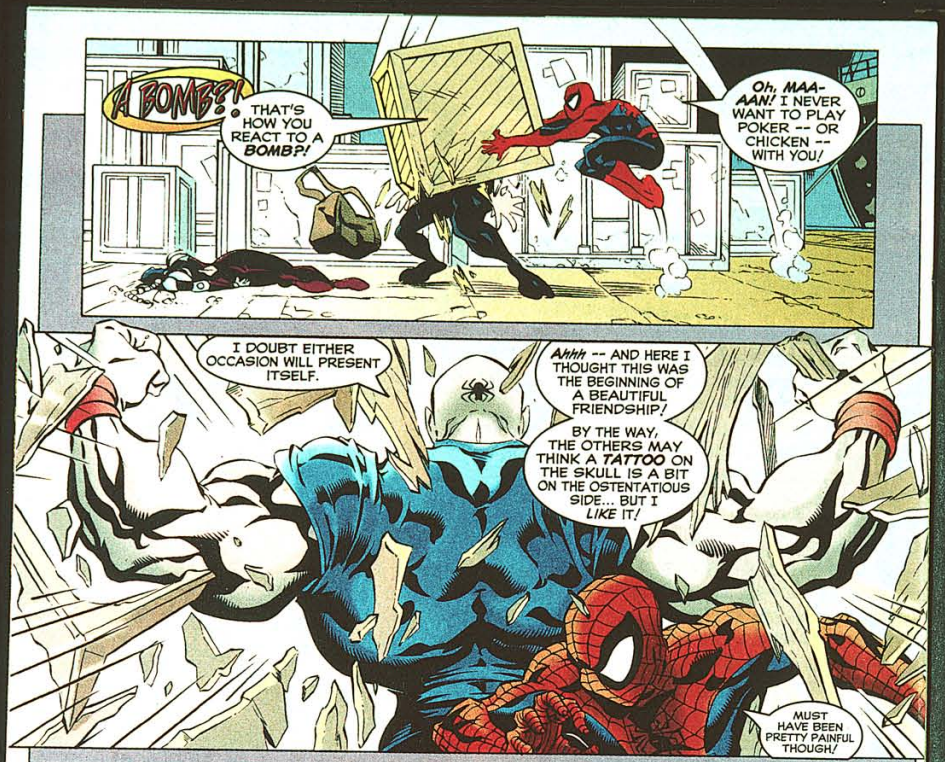
"Looks gorgeous and plays extremely well... even the loading screen is cool."
GAME FAN

Three Dirty Dwarves™

Sega is registered in the U.S. Patent & Trademark Office. Sega Saturn and Three Dirty Dwarves are trademarks of SEGA. ©1996 SEGA. P.O. Box 8097, Redwood City, CA 94063. SegaSoft is a registered trademark of SegaSoft, Inc. Developed by Appaloosa Interactive Corporation. Windows 95 is a registered trademark of Microsoft Corporation.

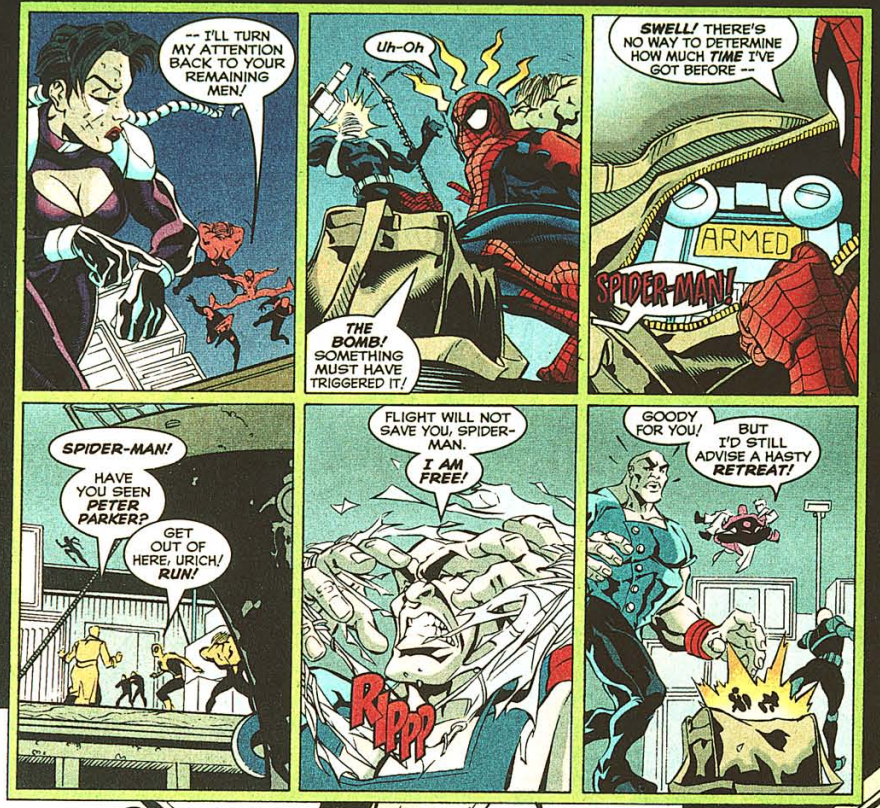
SEGASOFT

TM & © 2004 MARVEL

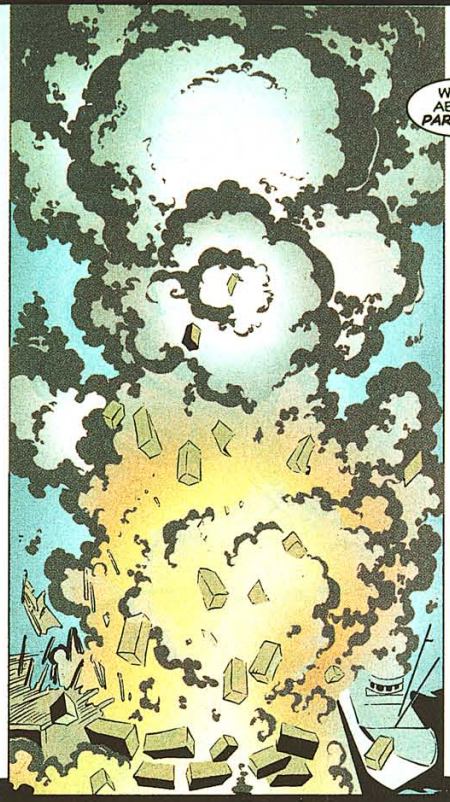


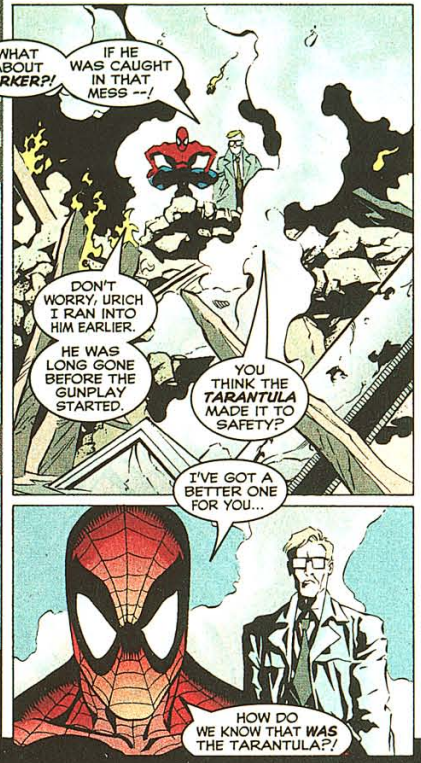
TM & © 2004 MARVEL

TM & © 2004 MARVEL



TM & © 2004 MARVEL





NEXT ISSUE:
OUR FEATURED GUEST STAR IS NATE GREY, THE EVER UNCANNY X-MAN! PLUS THE UNEXPECTED RETURN OF AUNT MAY?! NO TRUE SPIDER-FAN WILL DARE MISS...
"'TWAS THE NIGHT BEFORE CHRISTMAS!"

TM & © 2004 MARVEL

HE'S AN UGLY HERO IN AN UGLY WORLD...
THAT'S WHY HE WEARS A MASK.
Monthly Mercenary Mayhem by
Joe Kelly & Ed McGinnis

DEADPOOL

MARVEL COMICS

TM & © 1998 Marvel Characters, Inc. All Rights Reserved.

TM & © 2004 MARVEL

A DEVILISH DISH!

A YOSEMITE SAM SLAM!

A DUNK WITH DAFFY!

HIT THE HARE BALL?

From your room to the courts,
Come new sports of all sorts
From the Looney Tunes League
And Spalding, of course!

OFFICIAL LOONEY TUNES LEAGUE
SPALDING

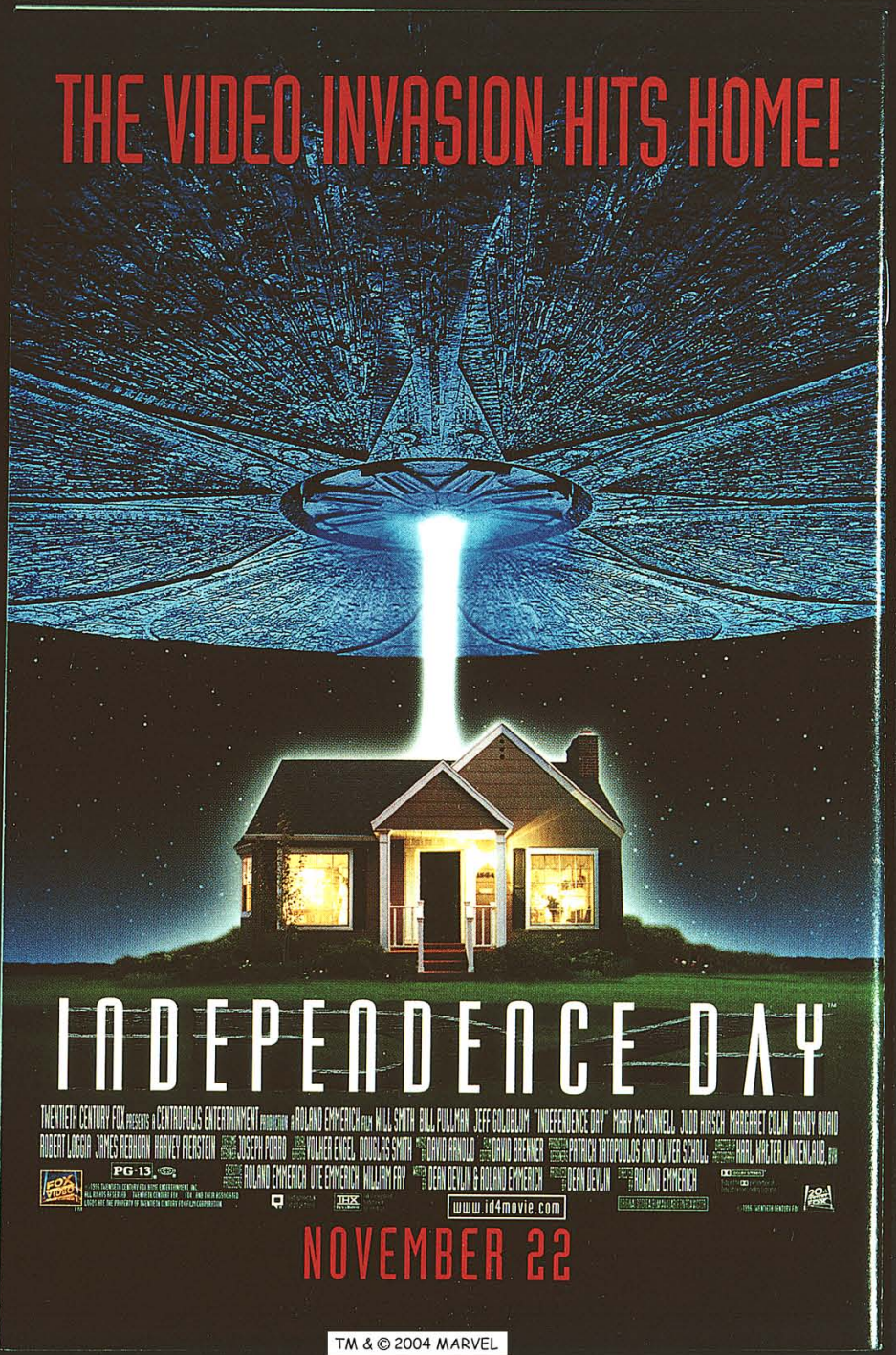
© Lisco, Inc. 1996 Trademarks owned by Lisco, Inc.

LOONEY TUNES, characters, names, and all related indicia are trademarks of Warner Bros. ©1996.

At retailers near you.
http://www.spalding.com

TM & © 2004 MARVEL

TM & © 2004 MARVEL



TM & © 2004 MARVEL